

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE:

PS AMERICA, INC.

Debtor

§
§
§
§
§

CASE NO. 09-37209-H1-11
Chapter 11

**NOTICE OF DEMAND FOR RECLAMATION
OF GOODS UPON INSOLVENCY OF DEBTOR**

PLEASE TAKE NOTICE that on October 8, 2009, pursuant to Section 2-7902 of the Uniform Commercial Code and/or Section 546(c)(1) of the United States Bankruptcy Code, Reader's Wholesale Distributors, Ltd. hereby demanded the return of all goods and materials delivered to the Debtor on or about August 16, 2009 through September 30, 2009. A copy of this reclamation demand is attached as Exhibit "A."

Dated: October 8, 2009

Respectfully submitted,

WEYCER, KAPLAN, PULASKI & ZUBER, P.C.

BY: /s/ Melissa A. Haselden

EDWARD L. ROTHBERG

State Bar No. 17313990

MELISSA A. HASELDEN

State Bar. No. 00794778

Eleven Greenway Plaza, Suite 1400

Houston, Texas 77046

Telephone: (713) 961-9045

Facsimile: (713) 961-5341

ATTORNEYS FOR READER'S WHOLESALE
DISTRIBUTORS, LTD.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing notice has been served by first class regular mail, postage prepaid and/or electronic mail on October 8, 2009, to Debtor's attorneys, addressed as follows:

Shari L Heyen
Greenberg Traurig LLP
1000 Louisiana
Suite 1800
Houston, TX 77002

/s/ *Melissa A. Haselden*
MELISSA A. HASELDEN

WEYCER, KAPLAN, PULASKI & ZUBER, P.C.
ATTORNEYS AT LAW

EDWARD L. ROTHBERG
SHAREHOLDER

BOARD CERTIFIED - BUSINESS BANKRUPTCY LAW
TEXAS BOARD OF LEGAL SPECIALIZATION

EMAIL: EROTHBERG@WKPZ.COM
WRITER'S DIRECT DIAL (713) 341-1159
WRITER'S DIRECT FAX: (866) 217-4443

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ARLINGTON, TEXAS 76015
TELEPHONE: (817) 795-5046
FACSIMILE: (800) 556-1869

October 8, 2009

**By email: heyens@gtlaw.com and
First Class Mail**

Shari L Heyen
Greenberg Traurig LLP
1000 Louisiana
Suite 1800
Houston, TX 77002

Re: *In re PS America Inc.*; Case No. 09-37209-H1-11; pending In the United States
Bankruptcy Court, Southern District of Texas, Houston Division

Reclamation Demand and Reclamation Claim.

Ms. Heyen:

Demand is hereby made upon PS America Inc. ("Debtor"), pursuant to Section 2-702 of the Uniform Commercial Code and/or Section 546(c)(1) of the United States Bankruptcy Code, for the return of all goods sold to the Debtor by Reader's Wholesale Distributors, Ltd. and received within forty-five (45) days before the Debtor's bankruptcy filing date of September 30, 2009. This demand specifically includes, but is not limited to goods identified in the attached Schedule "A".

The invoices reflect the value of goods only and not services.

As of this date, a duplicate claim has not been submitted for the goods delivered within the 20 days prior to bankruptcy under 11 U.S.C. §503(b)(9). However, Reader's Wholesale Distributors, Ltd intends to submit a claim under 11 U.S.C. §503(b)(9) for goods delivered between September 10, 2009 and September 30, 2009 identified on the attached Schedule.

Bills of lading ("Packing Slips") signed by employees of the Debtor acknowledging receipt of the goods are available upon request.

{REA001\00328\0562450.DOC;1\MAH}

Exhibit
"A"

Shari L. Heyen
October 7, 2009
Page 2

Please contact the undersigned for instructions in connection with the return of the goods.

You are further notified that all goods subject to our right of reclamation must be protected and segregated by you and shall not be used for any purpose whatsoever except those specifically authorized following notice and a hearing by the Bankruptcy Court or any other court.

This reclamation demand is made without prejudice to all other rights and remedies available to us, at law or in equity, including but not limited to, our right to an allowed administrative expense claim under Section 503(b)(9) of the Bankruptcy Code for all goods received by the Debtor within twenty (20) days prior to the filing of the above referenced bankruptcy case.

Very truly yours,

/s/ Edward L. Rothberg

Edward L. Rothberg

Enclosures

SCHEDULE "A"

Date of Invoice	Invoice Number	Amount	Subject to Reclamation	Subject to 503(b)(9)
8/17/2009	774848	\$310.63	X	
8/17/2009	774849	\$1,529.55	X	
8/17/2009	774850	\$170.32	X	
8/17/2009	774851	\$82.47	X	
8/17/2009	774852	\$30.49	X	
8/17/2009	774856	\$ 77.97	X	
8/17/2009	774857	\$ 1,494.15	X	
8/17/2009	774854	\$ 303.22	X	
8/17/2009	774855	\$ 1,984.28	X	
8/17/2009	774853	\$ 67.99	X	
8/18/2009	774932	(\$49.28)	X	
8/18/2009	775177	\$ 357.37	X	
8/18/2009	775175	\$ 3,962.88	X	
8/18/2009	775173	\$ 3,234.98	X	
8/18/2009	775174	\$ 256.17	X	
8/19/2009	775535	\$35.44	X	
8/19/2009	775536	\$124.08	X	
8/19/2009	775534	\$ 599.76	X	
8/19/2009	775529	\$ 3,118.80	X	
8/19/2009	775530	\$ 53.34	X	
8/19/2009	775527	\$ 279.68	X	
8/19/2009	775528	\$ 278.54	X	
8/20/2009	775922	\$95.71	X	
8/20/2009	775923	\$742.50	X	
8/20/2009	775924	\$85.47	X	
8/20/2009	775925	\$ 33.68	X	
8/21/2009	776264	\$30.17	X	

SCHEDULE "A"

Date of Invoice	Invoice Number	Amount	Subject to Reclamation	Subject to 503(b)(9)
8/21/2009	776262	\$2,358.73	X	
8/21/2009	776263	\$2,638.68	X	
8/21/2009	776268	\$1,045.00	X	
8/21/2009	776265	\$ 431.08	X	
8/24/2009	776532	\$1,108.86	X	
8/24/2009	776538	\$412.35	X	
8/24/2009	776539	\$248.64	X	
8/24/2009	776534	\$ 5,369.98	X	
8/24/2009	776533	\$ 40.00	X	
8/25/2009	776883	\$ 64.08	X	
8/25/2009	776884	\$ 284.76	X	
8/25/2009	776882	\$ 1,063.78	X	
8/25/2009	776886	\$ 637.27	X	
8/26/2009	777246	\$2,814.45	X	
8/26/2009	777247	\$ 399.80	X	
8/26/2009	777248	\$ 513.46	X	
8/26/2009	777249	\$ 74.94	X	
8/26/2009	777251	\$ 1,229.52	X	
8/27/2009	777650	\$27.50	X	
8/27/2009	777656	\$ 805.41	X	
8/27/2009	777657	\$ 251.54	X	
8/27/2009	777651	\$ 48.00	X	
8/27/2009	777652	\$ 1,576.36	X	
8/27/2009	777653	\$ 50.00	X	
8/27/2009	777649	\$ 458.48	X	
8/27/2009	777654	\$ 30.49	X	
8/27/2009	777658	\$ 1,102.64	X	

SCHEDULE "A"

Date of Invoice	Invoice Number	Amount	Subject to Reclamation	Subject to 503(b)(9)
8/28/2009	777964	\$3,906.56	X	
8/28/2009	777965	\$863.40	X	
8/28/2009	777968	\$ 1,355.71	X	
8/28/2009	777966	\$ 29.99	X	
8/28/2009	777969	\$ 366.40	X	
8/31/2009	778372	\$549.80	X	
8/31/2009	778373	\$5,021.02	X	
8/31/2009	778379	\$ 3,050.27	X	
8/31/2009	778380	\$ 254.97	X	
8/31/2009	778381	\$ 1,459.12	X	
8/31/2009	778374	\$ 174.93	X	
8/31/2009	778375	\$ 60.98	X	
9/1/2009	778852	\$201.74	X	
9/1/2009	778853	\$1,149.79	X	
9/1/2009	778854	\$41.13	X	
9/1/2009	778855	\$412.14	X	
9/1/2009	778856	\$37.59	X	
9/1/2009	778862	\$ 3,235.11	X	
9/1/2009	778863	\$ 429.80	X	
9/1/2009	778864	\$ 1,401.08	X	
9/1/2009	778857	\$ 586.19	X	
9/1/2009	778858	\$ 295.68	X	
9/1/2009	778859	\$ 190.94	X	
9/1/2009	778851	\$ 201.20	X	
9/1/2009	778865	\$ 788.36	X	
9/2/2009	779163	\$11.12	X	
9/2/2009	779173	\$ 2,583.98	X	

SCHEDULE "A"

Date of Invoice	Invoice Number	Amount	Subject to Reclamation	Subject to 503(b)(9)
9/2/2009	779174	\$ 5,494.48	X	
9/2/2009	779175	\$ 225.92	X	
9/2/2009	779166	\$ 4,249.88	X	
9/2/2009	779167	\$ 27.49	X	
9/2/2009	779168	\$ 1,739.72	X	
9/2/2009	779169	\$ 672.30	X	
9/2/2009	779176	\$ 3,096.17	X	
9/2/2009	779164	\$ 2,700.00	X	
9/2/2009	779165	\$ 178.12	X	
9/3/2009	779456	\$ 118.07	X	
9/3/2009	779457	\$ 300.71	X	
9/3/2009	779453	\$ 263.92	X	
9/3/2009	779454	\$ 355.70	X	
9/3/2009	779460	\$ 191.07	X	
9/3/2009	779461	\$ 355.54	X	
9/3/2009	779455	\$ 2,111.89	X	
9/3/2009	779462	\$ 123.97	X	
9/4/2009	779931	\$ 6.60	X	
9/4/2009	779932	\$ 547.08	X	
9/4/2009	779922	\$ 115.06	X	
9/4/2009	779923	\$ 54.98	X	
9/4/2009	779924	\$ 254.00	X	
9/4/2009	779925	\$ 227.63	X	
9/4/2009	779933	\$ 1,590.13	X	
9/4/2009	779934	\$ 220.94	X	
9/8/2009	780183	\$ 338.70	X	
9/8/2009	780184	\$ 441.56	X	

SCHEDULE "A"

Date of Invoice	Invoice Number	Amount	Subject to Reclamation	Subject to 503(b)(9)
9/8/2009	780185	\$ 49.84	X	
9/8/2009	780186	\$ 500.87	X	
9/8/2009	780187	\$ 132.94	X	
9/8/2009	780180	\$ 4,056.43	X	
9/8/2009	780181	\$ 864.72	X	
9/8/2009	780188	\$ 410.90	X	
9/8/2009	780189	\$ 802.21	X	
9/9/2009	780534	\$ 20.13	X	
9/9/2009	780538	\$ 2,549.75	X	
9/9/2009	780535	\$ 503.00	X	
9/9/2009	780536	\$ 130.98	X	
9/9/2009	780539	\$ 5,267.16	X	
9/9/2009	780540	\$ 772.72	X	
9/10/2009	780904	\$ 103.42	X	X
9/10/2009	780907	\$ 604.78	X	X
9/10/2009	780908	\$ 224.48	X	X
9/10/2009	780909	\$ 237.86	X	X
9/10/2009	780910	\$ 74.25	X	X
9/10/2009	780911	\$ 688.19	X	X
9/10/2009	780912	\$ 46.14	X	X
9/10/2009	780913	\$ 539.62	X	X
9/10/2009	780916	\$ 3,300.25	X	X
9/10/2009	780917	\$ 385.38	X	X
9/10/2009	780918	\$ 182.60	X	X
9/10/2009	780919	\$ 40.36	X	X
9/10/2009	780920	\$ 128.41	X	X

SCHEDULE "A"

Date of Invoice	Invoice Number	Amount	Subject to Reclamation	Subject to 503(b)(9)
9/10/2009	780921	\$ 30.80	X	X
9/10/2009	780905	\$ 59.98	X	X
9/10/2009	780906	\$ 369.70	X	X
9/10/2009	780922	\$ 87.47	X	X
9/11/2009	781244	\$ 625.88	X	X
9/11/2009	781248	\$ 258.72	X	X
9/11/2009	781246	\$ 904.22	X	X
9/11/2009	781247	\$ 5,977.24	X	X
9/11/2009	781249	\$ 74.76	X	X
9/11/2009	781250	\$ 146.08	X	X
9/11/2009	781251	\$ 177.44	X	X
9/11/2009	781245	\$ 1,205.00	X	X
9/14/2009	781487	\$ 1,462.12	X	X
9/14/2009	781486	\$ 87.47	X	X
9/14/2009	781488	\$ 63.56	X	X
9/14/2009	781489	\$ 29.92	X	X
9/14/2009	781483	\$ 159.92	X	X
9/14/2009	781484	\$ 1,374.50	X	X
9/14/2009	781485	\$ 142.45	X	X
9/14/2009	781491	\$ 515.41	X	X
9/15/2009	781819	\$ 3,703.10	X	X
9/15/2009	781564	(\$703.48)	X	X
9/15/2009	781565	(\$441.83)	X	X
9/15/2009	781821	\$ 2,255.00	X	X
9/15/2009	781822	\$ 2,949.66	X	X
9/15/2009	781820	\$ 1,294.20	X	X
9/15/2009	781828	\$ 5,631.25	X	X

SCHEDULE "A"

Date of Invoice	Invoice Number	Amount	Subject to Reclamation	Subject to 503(b)(9)
9/15/2009	781829	\$ 1,439.95	X	X
9/15/2009	781830	\$ 1,989.03	X	X
9/15/2009	781831	\$ 1,087.16	X	X
9/16/2009	782236	\$ 30.17	X	X
9/16/2009	782243	\$ 47.94	X	X
9/16/2009	782241	\$ 305.93	X	X
9/16/2009	782242	\$ 1,162.06	X	X
9/16/2009	782244	\$ 462.08	X	X
9/16/2009	782238	\$ 75.87	X	X
9/16/2009	782239	\$ 1,443.15	X	X
9/16/2009	782240	\$ 75.18	X	X
9/16/2009	782245	\$ 125.97	X	X
9/17/2009	782571	\$ 184.35	X	X
9/17/2009	782572	\$ 379.00	X	X
9/17/2009	782570	\$ 57.68	X	X
9/17/2009	782573	\$ 64.98	X	X
9/18/2009	782909	\$ 291.30	X	X
9/18/2009	782908	\$ 1,476.83	X	X
9/18/2009	782910	\$ 2,757.94	X	X
9/18/2009	782912	\$ 215.33	X	X
9/18/2009	782907	\$ 1,220.80	X	X
9/18/2009	782913	\$ 1,247.64	X	X
9/21/2009	783159	\$ 192.43	X	X
9/21/2009	783160	\$ 3,698.28	X	X
9/21/2009	733161	\$ 138.40	X	X
9/21/2009	783163	\$ 315.12	X	X
9/21/2009	783164	\$ 23.18	X	X

SCHEDULE "A"

Date of Invoice	Invoice Number	Amount	Subject to Reclamation	Subject to 503(b)(9)
9/21/2009	783158	\$ 46.09	X	X
9/21/2009	783165	\$ 803.84	X	X
9/22/2009	783455	\$ 1,972.50	X	X
9/22/2009	783454	\$ 2,686.42	X	X
9/22/2009	783460	\$ 13,669.71	X	X
9/22/2009	783462	\$ 21.58	X	X
9/22/2009	783463	\$ 28.92	X	X
9/22/2009	783464	\$ 334.88	X	X
9/22/2009	783457	\$ 1,313.18	X	X
9/22/2009	783459	\$ 13.12	X	X
9/22/2009	783465	\$ 197.43	X	X
9/23/2009	783813	\$ 1,994.23	X	X
9/23/2009	783814	\$ 3,940.16	X	X
9/23/2009	783815	\$ 30.99	X	X
9/23/2009	783816	\$ 117.24	X	X
9/24/2009	784166	\$ 68.08	X	X
9/24/2009	784168	\$ 1,271.22	X	X
9/24/2009	784169	\$ 2,578.38	X	X
9/24/2009	783876	(\$48.99)	X	X
9/24/2009	784170	\$ 109.37	X	X
9/24/2009	784172	\$ 44.68	X	X
9/24/2009	784167	\$ 1,447.20	X	X
9/24/2009	784173	\$ 1,796.04	X	X
9/25/2009	784489	\$ 104.00	X	X
9/25/2009	784490	\$ 897.92	X	X
9/25/2009	784491	\$ 139.91	X	X
9/25/2009	784492	\$ 87.47	X	X

SCHEDULE "A"

[illegible]